

IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ENDO PHARMACEUTICALS INC.,

Plaintiff,

v.

ROXANE LABORATORIES, INC.,

Defendant.

Case No. 13-cv-03288-TPG

USDC SDNY
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ELECTRONICALLY FILED
DOC #:
DATE FILED: 1/20/15

**STIPULATION AND PROPOSED MODIFICATION
TO THE PROTECTIVE ORDER**

WHEREAS on or about January 31, 2014, defendant Roxane Laboratories, Inc. ("Roxane") served third party Johnson Matthey Inc. ("Johnson Matthey") with a subpoena for documents and things and Johnson Matthey produced certain documents in response to the subpoena (the "Johnson Matthey Documents") ;

WHEREAS, Johnson Matthey and Roxane initially agreed to designate the Patent Purchase Agreement and other Johnson Matthey documents as Confidential, Outside Counsel Eyes Only, subject to the Protective Order entered in this case (D.I. 33.);

WHEREAS, outside counsel for Roxane now wishes to discuss the contents of certain Johnson Matthey Documents with in-house counsel for Roxane;

WHEREAS, Roxane, Johnson Matthey, and Endo agree to permit outside counsel for Roxane to discuss the contents of certain Johnson Matthey Documents under the conditions set forth herein;

IT IS HEREBY STIPULATED AND AGREED, by and between Endo, Roxane, and non-party Johnson Matthey (collectively "the Parties"), subject to the approval of the Court, that

outside counsel for Roxane shall be permitted to discuss the contents of the Johnson Matthey Documents with in-house counsel for Roxane under the following conditions :

1. The Johnson Matthey Documents which Johnson Matthey and Endo agree may be discussed with in-house counsel for Roxane are identified in Exhibit A (the "Designated Materials").
2. Should outside counsel for Roxane later wish to discuss the contents of additional Johnson Matthey Documents with in-house counsel for Roxane, they shall identify by Bates number or other identifying mark the specific Johnson Matthey documents or things that outside counsel wishes to discuss with Roxane's in-house counsel. Endo and Johnson Matthey shall be entitled to object to such additional designation within five (5) business days after outside counsel for Roxane notifies Endo and Johnson Matthey of the identity of the proposed documents. Objections must be in writing and state with particularity the basis for objection. In the event of such an objection to additional documents, the Parties shall meet and confer within three (3) business days of the written objection to attempt to resolve the concerns giving rise to the objection. In no event shall Roxane outside counsel discuss such objected-to additional documents with Roxane in-house counsel until agreement is reached among the parties or the Court overrules the objection;
3. Johnson Matthey and Endo agree that Roxane outside counsel may discuss the contents of the Designated Materials with Roxane in-house counsel David Dow. Outside counsel for Roxane may identify the name and title of one additional Roxane in-house counsel

with whom outside counsel may discuss the contents of the Designated Materials.


(collectively, "Designated In-House Counsel");

4. Endo and Johnson Matthey shall be entitled to object to the proposed Designated In-House Counsel within five (5) business days after outside counsel for Roxane notifies Endo and Johnson Matthey of the identity of the proposed Designated In-House Counsel. Objections must be in writing and state with particularity the basis for objection;
5. In the event of such an objection to the proposed Designated In-House Counsel, the Parties shall meet and confer within three (3) business days of the written objection to attempt to resolve the concerns giving rise to the objection;
6. Outside counsel for Roxane shall be permitted to discuss the contents of the Designated Materials with the Designated In-House Counsel, but shall not show or give the Designated Materials or any other Johnson Matthey Documents, to Designated In-House Counsel or any other person;
7. Designated In-House Counsel may discuss the contents of the Designated Materials with outside counsel and each other. Designated In-House Counsel shall not divulge the contents of Designated Materials to any other person;
8. Designated In-House Counsel shall execute the Undertaking and Acknowledgement of Protective Order and Confidentiality Stipulation for In-House Counsel, which is attached to the Protective Order;
9. The Designated Materials may be used in connection with the currently pending cases *Endo Pharmaceuticals Inc. v. Roxane Laboratories, Inc.*, No. 13-cv-3288-TPG

(S.D.N.Y.) and *Endo Pharmaceuticals Inc., et al. v. Roxane Laboratories, Inc.*, No. 14-cv-01387-RGA (D. Del); and

10. Nothing herein shall be construed or interpreted to limit the rights of the Parties to seek further relief from the Protective Order at a later date.

11. Except as expressly stated herein, all provisions of the Protective Order shall remain in force.



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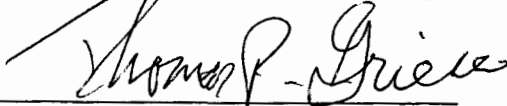
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IT IS SO ORDERED this 20th day of January, 2015.


The Honorable Thomas J. Griesa
United States District Judge